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Trans-Resources, Inc.

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Synopsis | Highlights | History | Joint Ventures | Business | Property | Subsidiaries | Long Term Debt | Executives | Capital Stock

Trans-Resources, Inc.
9 West 57th Street
New York, NY 10019
United States
Region: Middle Atlantic
Phone: 212 888-3044

Incorporated: 1985, DE,
United States

Number of Employees: 1,700 (Year
End Average Staff as of
12/31/1999)

Country: United States

Ticker: not available.

Primary SIC: 2819 -
Industrial inorganic
chemicals, nec

Primary NAICS: 325188
- All Other Basic
Inorganic Chemical
Manufacturing

Number of Shareholders: 1 (as of
12/31/1999)

Closing Stock Price:

PE Ratio N/A

Company Website:
www.trans-resources.com

Mergent Dividend Achiever:
No

Annual Meeting:

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Business Summary

Co. is a developer, producer and marketer of specialty chemical products. Co. is engaged in the produce and distribute of agricultural grade potassium nitrate. Potassium nitrate is utilized in specialized agricultural applications for the growth of high-value crops such as fruits, vegetables, flowers and tobacco. Co. is also: the global and sole U.S. producer of propanil, which is a rice herbicide; the producer of technical grade potassium nitrate, used in a variety of industrial applications; the supplier to the U.S. Air Force of nitrogen tetroxide, an aerospace fuel additive; and the producer of 3,4 dichloroaniline ('DCA'), the principal raw material in the production of propanil. Co. also produces a variety of other chemical products used in agricultural, industrial and pharmaceutical markets. In addition, Co. utilizes its production capacity and manufacturing expertise to provide contract manufacturing services for other multinational chemical companies.

Financial Highlights (In USD as of 12/31/1999)

Total Revenue	497,075,000
EBITDA	71,789,000
Net Income	(15,865,000)
Total Assets	706,699,000
Current Assets	320,873,000
Total Liabilities	766,911,000
Current Liabilities	212,761,000
Long Term Debt	496,016,000
Stockholders' Equity	(60,212,000)

Key Executives

Arie Genger - Chmn., C.E.O.
Thomas G. Hardy - Vice-Chmn.

Principal Offices Auditor

9 West 57th Street
New York, NY 10019
United States

Deloitte & Touche LLP

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History

Incorporated in Delaware in 1985 as TPR Investment Associates, Inc. Effective Nov. 28, 1986, wholly-owned subsidiary of the Co., Trans-Pacific Resources, Inc. (a Delaware corporation which owned all of the capital stock of Haifa Chemicals Ltd. which is now owned by the Co.), and a newly created Delaware corporation, New TPR, Inc. (which had acquired the capital stock of TPR Investment Associates, Inc.), were merged into the Co. and Co. changed its name to Trans-Resources, Inc.

On Mar. 31, 1995, Co. acquired the assets of Na-Churs Plant Food Company, engaged in the specialty plant nutrient business.

On Aug. 16, 1996, NMPC and EDP sold substantially all of their assets for an aggregate consideration of \$56,154,000, including a payment for working capital of \$11,154,000 and the assumption of specified liabilities. The sale of Co.'s potash operations resulted in a pre-tax gain, after considering certain costs relating thereto, of \$22,579,000.

On Jan. 1, 1998, Co. acquired a Spanish company engaged in the manufacturing and distribution of specialty plant nutrients.

On Feb. 4, 1998, Co., through its subsidiary of HCL, purchased approximately a 42% equity interest in Lego Irrigation, Ltd ('Lego'), an Israeli developer, manufacturer and marketer of drip irrigation systems, for a purchase price of approx. \$11,000,000.

On May 1, 1998, Co. acquired EMV Kft., a Hungarian business engaged in the manufacturing and marketing of organic chemicals.

On Oct. 30, 1998, Co. acquired Plant Products which manufactures and markets specialty plant nutrients for commercial horticulture, specialty high value crops and retail markets.

On Dec. 18, 1998, Co. acquired Alpine Plant Foods, Inc. (including its Canadian subsidiary), which manufactures and distributes high purity liquid fertilizers.

On Feb. 19, 1999, Co. acquired a majority interest in V-J Growers Supply, Inc., which markets specialty plant nutrients and other commercial horticulture products.

On Mar. 9, 1999, as contemplated by the terms of the initial purchase of the Lego shares, Co., through its subsidiary of HCL, purchased, pursuant to an option, an additional 34% equity interest in Lego for approx. \$10,000,000.

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Business Description

NAICS

Primary NAICS:

325188 - All Other Basic Inorganic Chemical Manufacturing

SICs

Primary SICs:

2819 - Industrial inorganic chemicals, nec

Business Description (Top)

Co. is a developer, producer and marketer of specialty chemical products. Co. is engaged in the production and distribution of agricultural grade potassium nitrate. Potassium nitrate is utilized in specialized agricultural applications for the growth of high-value crops such as fruits, vegetables, flowers and tobacco. Co. is also: the global and sole U.S. producer of propanil, which is a rice herbicide; the producer of technical grade potassium nitrate, used in a variety of industrial applications; the supplier to the U.S. Air Force of nitrogen tetroxide, an aerospace fuel additive; and the producer of 3,4 dichloroaniline ('DCA'), the principal raw material in the production of propanil and diuron, an herbicide. Co. also produces other chemical products used in agricultural, industrial and pharmaceutical markets. In addition, Co. uses its production capacity and manufacturing expertise to provide contract manufacturing services for other chemical companies. Co. sells its products through a sales, marketing and distribution network to customers in different countries. Co. groups its revenues into three general product categories. These product groups are: Specialty Plant Nutrients, Industrial Chemicals and Organic Chemicals.

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Property

Co.'s principal offices are leased in New York, NY.

Co.'s principal operating assets are located in the United States and Israel, the most significant of which are described below. In addition, Co. has operating assets in Spain, France, Hungary and Canada.

Vicksburg owns the property, plant and equipment located at its Vicksburg, MS, facility and Cedar owns the property, plant and equipment located at its West Helena, AR, facility. The Vicksburg plant consists of three manufacturing plants situated on 600 acres. The West Helena facility is ISO 9002 certified and is located on a 60 acre site. EMV Kft. owns a production facility in Hungary on a 50 acre site. The plants are encumbered by first mortgages and security interests securing long-term bank indebtedness. Co.'s administrative office in Memphis, Tennessee is leased.

Haifa Chemicals Ltd. ('HCL') owns its machinery and equipment and leases the land for its Haifa, Israel operations from ORL, a corporation which is majority-owned by the Israeli Government. Haifa Chemicals South, Ltd. owns the machinery and equipment and leases the land for its Mishor Rotem, Israel operations from the Israeli Land Administration Authority under a 49 year lease which commenced in 1994. HCL also owns ammonia terminal facilities located on leased property in the port in Haifa and operates a pipeline which transports ammonia from the port in Haifa to HCL's plant. Substantially all of these assets are subject to security interests in favor of the State of Israel or banks.

Lego Irrigation, Ltd. owns its machinery and equipment and leases the land for its Natanya, Israel operation from the Israeli Government.

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All subsidiaries are wholly-owned unless otherwise indicated.

Subsidiaries

Company	% Owned	Country
Haifa Chemicals Ltd.	-	Israel
Haifa Chemicals South, Ltd.	-	Israel
Haifa Chemicals Holding Ltd.	-	Israel
Haifa Gardening and Irrigation Ltd.	-	Israel
Lego Irrigation, Ltd.	77.00%	Israel
Hi-Chem (UK) Ltd.	-	United Kingdom
Hi-Chem S.A	-	Belgium
Hi-Chem Holdings B.V	-	Netherlands
Fertilizantes Quimicos, S.A	-	Spain
Hi-Agri S.R.L	-	Italy
Haifa Quimica De Mexico	80.00%	Mexico
Duclos International S.A	-	France
Almat, Inc.	-	-
Na-Churs Plant Food Company	-	-
Alpine Plant Foods Corporation	-	Canada
Plant Products Company, Ltd	-	Canada
V-J Growers Supply, Inc.	80.00%	-
Nine West Corporation	-	-
Cedar Chemical Corporation	-	-
Vicksburg Chemical Company	-	-
TRi Pro, Inc	-	-
TRI Chem Rt.	-	Hungary
EMV Kft.	-	Hungary
Eddy Potash, Inc.	-	-

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